



FOXMANDAL

IT, MEDIA & TELECOM



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FoxMandal (“**FM**”), one of India’s oldest and largest full service legal organisation, traces back its origin to Calcutta when in 1896 J K Fox and G C Mandal, joined in partnership to establish one of the first Indo-British law firms by the name of “FoxMandal”. Upto 1984, the firm grew in Calcutta and established itself as a leading law firm in India. In 1984, the management of the firm was persuaded to open an associate office in New Delhi under the name of FoxMandal with local partners based in New Delhi.

The immense success of the firm’s operations in New Delhi was instrumental in establishing other associate offices in India, UK and Bangladesh including Bangalore, Chennai, Dhaka, Hyderabad, Kolkata, Mumbai, Noida, New Delhi, London and Surat. FM is a well-reputed full service law firm presenting an appropriate mix of the necessary legal expertise, industry specialization and commercial acumen. This firm of advocates, solicitors and notaries, comprises of over 150 lawyers with 20 partners and 100 para-legal staff. Our offices situated in all the important regions in India ensure that our clients receive cost-effective, value added and fully integrated services.

Over the years, FoxMandal has been ranked as the top firm in India by various international journals. **Mr. Som Mandal is recipient of Economic Times Excellence in Leadership Award in August 2022.** In the year 2020 “**Legal Comprehensive**” recognised **Mr. Som Mandal** amongst one of the best “**TOP 100 Lawyers in the world**”. In the year 2019 FoxMandal was awarded “**Times Power Icons**” award for exemplary contribution in the field of “**Global Legal Service**”. In 2018 AI (Acquisition International) awarded FoxMandal Global Excellence Award “**National Law firm of the year 2018-India**”. In 2018 ICFM (Inter Continental Finance & Law Magazine nominated FoxMandal as one of the top 100 leading firms in the world. FM was also acknowledged by “**ACQ5 Law Awards 2017**” for “**National Law Firm of the Year**” for work done across all areas. FM was also acknowledged by “**Who’s Who Legal (WWL) 2016**” and “**Mr. Som Mandal was featured as a top legal consultant in Energy and Mining sector in India**”. FM was recognized by “**Legal 500 magazine 2015 edition**” for work done across all areas. FM was awarded the “**India Law Firm Awards 2014**” for the best **Corporate Commercial Law Firm** by “**India Business Law Journal (IBLJ)**”. FM was featured in “**The lawyers- 2014 Asia Pacific 150**” amongst “**Top 10 Indian law firms**”. FM won “**Acquisition International M&A award**

2014". FM was awarded the **"Disinvestment law firm of the year – India"** by **Intercontinental finance magazine (ICFM)**, 2014. FM won the **"Acquisition international Dispute Resolution Firm of the Year Award 2013"**. The firm won **"Intercontinental Finance 2012 Global Award"**. FM was awarded the best **"Dispute Resolution Law Firm 2012 Finance Monthly Law Awards"**. FM won **"The Best National Law Firm, 2008"** award by the **International Legal Alliance Summit & Awards, 2008** at Paris and distinguished during the International Legal Awards Ceremony amongst the leading law firms from 22 countries. We have been awarded the **"Employer of Choice, 2008"**, a response among over 15,000 lawyers region-wide by **ALB (Asian Legal Business)**. FoxMandal has been recognized with **"Client Choice Award, 2007"** in India from more than 1,300 individual assessments received from corporate counsel worldwide by **ILO(International Law Office)**, the **Official Partner to the International Bar Association**, for FM stands apart for the excellent client care and the quality of service. It has been awarded for the law firms' ability to add real value to their clients' business above and beyond the other players in the market. Amongst others, we have been adjudged as **"The Best Law Firm of the Year"** for India in 2006 by **IFLR (International Financial Law Review)**, a Euromoney publication.

The firm's practice areas includes, banking and finance, (including project finance, capital markets and mutual funds), initial public offerings, insurance, commercial disputes, property law and conveyancing, corporate and commercial law, energy (including coal, oil and gas), mining, telecommunications, intellectual property, partnership, testamentary, air law (including aircraft leasing), shipping, taxation, direct and indirect, and dispute resolution by litigation and arbitration before international and domestic tribunals.

This firm's strength is its team of experienced and trained lawyers who treasure the value of diligence and knowledge as well as creativity and innovation in addressing their client's needs. FM aims to offer to its clients, legal advice that meets the clients' needs and expectations, and in this it has been hugely successful as is evidenced by the firm's ratings by various international journals.

Information Technology, Media & Telecommunications

Information technology emerged as one of the stronger areas of the Firm's practice within the last few years with our office at Bangalore ("the Silicon

Valley of India”) doing extensive work in this field. Our Information Technology Group is involved in a wide range of telecommunication projects. We have advised clients on licensing, securing private and public financing, contractual advice on building networks and advice on regulatory matters. We not only act for companies seeking to exploit their technology assets or develop their businesses using technology but also for joint ventures and start-ups involved in e-commerce ventures, B2B exchanges, emerging telecoms, wireless communications, etc.

At FoxMandal, we have lawyers who are truly focused on the legal and commercial business needs of IT and communications businesses. We are one of the India's leading teams in IT and business process outsourcing, advising on innovative technology developments, e-commerce, and technology procurement for blue chip clients. We also deal with issues such as software licensing, computer games, data protection and encryption.

We strive to keep our lawyers current on the developments and innovations that affect the market. With our expertise we have advised a number of outsourcing, telecoms, media and information technology companies on issues such as IP, transactional, regulatory issues, outsourcing agreements, privatizations etc.

At FoxMandal we cater to the legal requirements of both Indian and International clients. Our legal services team comprises of professional support lawyers and technical specialists, exclusively dedicated to providing high quality services. Our lawyers have been selected from diverse legal backgrounds, with years of experience in their respective fields, ensuring that all of our service areas are well resourced. We take time to understand your business needs and to identify the legal issues that really matter to your business. This enables us to deliver better solutions to clients through our understanding of the industry specific issues and helps us develop tailored strategic advice which address these issues.

The firm's IT & ITES team has represented a wide range of companies in connection with outsourcing of their requirements in areas such as procurement, manufacturing, logistics, network and software support. Lawyers from different practice groups in the firm work together to provide clients with comprehensive legal services required for successful business ventures.

The team has structured and negotiated on issues that define the expectations and responsibilities for both parties, related remedies in case of failure, ownership and use of intellectual property and data, personnel, real estate, tax implications etc. This multi-disciplinary team specializes in working with clients to identify and anticipate the commercial and legal issues in order to deliver the greatest benefits to clients. We work with procurement and operational teams to identify key requirements, including the services to be outsourced, the most appropriate structure for outsourcing (including the transfer of employees) and the level of service required and price controls.

We see our role as being more than drafting the contracts. We add value by helping to facilitate the transaction and act to become involved as early as possible in the transaction so that we can understand the reasons for the project, the business issues and objectives, the internal resources available and to identify the role and responsibilities to be undertaken by us, thereby assisting us to help our clients assess the issues and the risks involved in the transaction. By combining industry knowledge with strong transactional and advisory capabilities, we are uniquely capable of understanding your business objectives and of developing innovative solutions to legal and commercial issues. In this rapidly evolving environment, it is our ability to anticipate trends coupled with leading-edge know-how, which brings our clients real commercial advantage, making us the firm of choice for e-commerce.

We also represent our clients in various domain name disputes before the Arbitration and Mediation Centre of the World Intellectual Property Organization (WIPO) and the National Internet Exchange of India (NIXI).

Further, we have undertaken significant investment in Hi-tech equipment to enable us to meet our client's diverse, current and future needs. All our offices have state-of-the-art technology and each of our professional staff is equipped with latest computer workstations, which enables them to access the firm's integrated management system. Our offices situated in all the important regions of India ensure that our clients receive cost-effective, value added services.

Since its establishment, FoxMandal has been known for its integrity, efficiency and a high degree of partner involvement, which shows our genuine respect for

our clients. Our reputation is founded on the simple philosophy of a personal, prompt service and advice that is relevant to the modern requirements of business. Each client enjoys a high level of personal attention and has the advantage of directly discussing his problems with a partner.



Practice Areas

FoxMandal is well equipped to provide the following services to its clients:

- **Mergers and acquisitions**
- **Corporate finance** — including securities, private equity and corporate venturing
- **Procurement** — Systems, hardware and software procurement, integration and maintenance agreements.
- **Data processing** — Agreements dealing with data processing, Internet connectivity and data networking.
- **Outsourcing** — Outsourcing of IT and other services, including business processes such as accounts receivable or payroll.
- **IT joint ventures** — IT joint ventures and IT aspects of mergers and acquisitions.
- **Agreement negotiations** — Agreements dealing with IT/Communications packages such as the delivery of content to mobile devices.
- **Intellectual property issues** — Intellectual property rights in software, hardware, databases and other technologies or issues involving complex technology licensing, content regulation, registration and enforcement.
- **E-commerce and online communications** — Cross-border data transfers, e-tax issues and on-line advertising.

- **Security** — System and network security, data protection, authentication, integrity, confidentiality, information security and record retention.
- **Privacy issues** — Development of privacy policies and audits, compliance and risk management.
- **Disputes** — Management of disputes related to everything we've mentioned, from systems agreements to complex e-commerce transactions, litigation, arbitration and mediation, including technology disputes.
- **Tax planning** — including transfer pricing and both direct and indirect taxation.
- **Real estate**— site issues.
- **Regulatory advice**
- **Employment, Labour & Human Resources**
- **Broadcasting/satellite and digital terrestrial agreements**

An indicative list of our clients in the Information Technology and Telecommunications area is as follows:

1. **Trend Micro Inc. USA:** advised with regard to electronic fraud, EULA, ESCROW, and Security Appliance Agreements for India.
2. **DST, USA:** advised in relation to it's Software Development Agreement.
3. **AuthorGen Technologies Pvt. Ltd., India,** advised with regard to licensing and software distribution issues.
4. **Magnum eSmart Pvt. Limited, India,** advised in relation to Software Source Code Purchase, Technology licensing and Technology Escrow Agreement.
5. **Infosys Technologies, India** advised with regard to in relation to setting up their offices and matters relating negotiating, drafting and documenting of vendor contracts.
6. **Tyco International Asia, Inc., Singapore** advising with regard to MPLS technology implementation and laying down of undersea cable between India and Singapore.

7. **Carefusion, Inc. USA.** advised in relation to its Software Development and Services Agreement.
8. **UBS Inc. Switzerland,** advising in relation to Project Plan of DDS off shoring Initiative to Hyderabad ISC.
9. **Verizon Data Services India Pvt Ltd,** advising with regard to certain issues related registration of to its back office center under “Other Services Provider” category with Department of Telecommunications.
10. **Greenfield Online Inc. USA** advising in relation to certain matters concerned with employee non-competition and non-solicitation issues.
11. **Yellowjobs.com** -a Taiwan based jobportal and professional networking site advised with regard to setting up of online jobsite in India.
12. **US based Jabil Circuit Inc.** advised with regard to its corporate compliance setup relating to Data Protection.
13. **HCL Infosystems Ltd.,** advised in acquiring a software technology company engaged in development of leading banking software products in India.
14. **Alcatel- Lucent** advised on its joint venture with Reliance Communications.
15. **Global Crossing Inc.,** advised on regulatory and licensing issues concerned with Dedicated Internet Access and IP VPN for providing Internet Access and Internet Telephony in India.
16. Advising a **European client** on employee **Data Privacy issues** relating to the collection of prior criminal conviction information and cross border transfer of such information to the US.
17. Recently advised a **US based client** on Data Privacy issues relating to the use of employee photographs for internal organizational purposes, at one of its back office units in India.
18. **Citigroup Global Services Limited** -advised on issues relating to the ownership of intellectual property and its sharing with Citigroup US.
19. **STAR TV network-** advised on setting up an e-commerce business, dealing with online catalogues.

20. Advised New York based **Estee Lauder Corporation**, through US law firm Hunton & Williams on e-commerce and privacy issues relating to collecting and posting, via email and the internet, customer testimonials on certain client products.
21. Indian Contributors of Clifford Chance's "Next Law" website.
22. Advised and acted on behalf of **Huawei Technology Pvt. Ltd** on software protection in India and domain name disputes arbitration before the National Internet Exchange of India (NIXI);
23. Advised and acted on behalf of **ITC Ltd.** on domain name disputes arbitration before the National Internet Exchange of India (NIXI);
24. **Pfizer Inc.** -advised on data protection and data privacy laws of India.
25. **PVI Virtual Media Services, LLC**- advised in relation to cross border technology transfer;
26. **Electronic Arts**-advised on investment issue in EA Games India Private Limited;
27. Regularly provide specialist regulatory advice to **Spice Mobile Communication**;
28. **CAPMARK Overseas Processing India Pvt. Ltd**- advised on certain relating to their Service Agreement with an internet service provider for providing the dedicated internet access.
29. **Commvault Systems (India) Pvt Ltd** -providing corporate commercial advise to with regard to certain software development and technical support services in the field of unified data software solutions.
30. **Gameshastra Solutions Pvt Ltd**- provided specialist advice to with regard to complex technical issues associated with the development of the PS-2 game platform.
31. **Gameloft Software Pvt Ltd**: advising on various issues relating to corporate commercial matters;
32. **Xilinx India Technology Services Pvt Ltd.**- advised on certain issues relating to their Consulting agreement.
33. Engaged by law firm Allens Arthur Robinson on behalf of their client **Mac Graw Hill** to provide specialists advise with regard to the position of the current Indian laws, regulations and judicial decision on data privacy laws in India.

34. **CyberMedia India Ltd.** assisted in incorporating an LLC in US its subsequent acquisition of an US Company.
35. **Lloyds TSB-** advised on various queries related to Data Protection Laws, use of satellite phones and various other issues related to telecommunication laws in India.
36. **Antimafx Studio Pvt. Ltd** - advised in relation to its marketing and business development agreements.
37. **Kumaran Systems** - advised with regard to cyber crime related enforcement issues.
38. **Oracle India** – represented in certain litigation matters relating to marketing issues.
39. **Sword Global** – assisted in acquisition of certain entities in India.
40. **Red Octane Technologies** – advice rendered in relation to the setting up of gaming contracts.
41. **Assab International AB** – advice with respect to technology transfer and joint venture in India.
42. **Saint Gobain Glass India Ltd** – advice on technical collaborations and IP licensing work.
43. **Omnicom Inc.-** provided regulatory advice and prepared document retention schedules as per legal requirements in India.
44. **Network18Online-** provided specialist advice rendered with regard to Software and Infrastructure Assignment Agreement.
45. **Microland Limited:** advised in relation to it's Software Agreements.
46. **Pacific Internet** : advised in setting up its ISP business in India.
47. **i2 Technologies Inc.:** advised in relation to its e-commerce ventures in India.
48. **Ethnicgrocer.com** : advised in relation to its e-commerce business.
49. **Pacfusion.com** : advised in setting up its business in India.
50. **Harris & Jefferies Inc.:** advised in relation to its venture in India.
51. **iOMEGA** : advised in relation to set up of liaison office in India.
52. **Mentor Graphics Inc., US:** advised in relation to corporate matters in India.

53. **Weston Knowledge System** : advised in relation to its corporate matters in India.
54. **Yodlee Inc. US** : advised in relation to its Indian subsidiary.
55. **Standard Chartered Bank**: advised in relation to setting up call centres in India.
56. **GE Caps** advised in relation to IT activities.
57. **iSeva Systems Pvt. Ltd.**: advising in relation to Call Centre.
58. **Customer First Services Pvt. Ltd.**, which took over Hutchinson Max Call Centre division in India, advising in relation to all legal work.
59. **Ocwen Financial Solutions Pvt. Ltd.**: advising in relation to all legal work.
60. **Primark India Pvt. Ltd.**: advising in relation to their entire legal work.
61. Advised **Mindspeed Technologies Inc.** in relation to its Indian activity.
62. **vMoksha** advised in relation to their employee related issues.
63. **Citrix Systems** advised in relation to their labour matters.
64. **Infinera Corporation, US** – Assisted in setting up the subsidiary company in India and advising in relation to the entire legal work.
65. **Optimal Solutions Integration, Inc., USA** advised in relation to establishing its wholly owned subsidiary in India.
66. **Angelz Technologies Pvt. Ltd.** advising in relation to certain matters concerned with client data theft.
67. **ColourChips India Ltd** advised in relation to employee related matters.
68. **Spice Telecom** advised in connection with setting up their GSM network in the states of Punjab, Haryana and Karnataka.
69. **Korea Freetel Co. Ltd.** advised in connection with their consultancy project for Reliance Infocom Ltd. for setting up their CDMA network in India.
70. **Alcatel** Advised in relation to the basic telephone services in Madhya Pradesh.

Some of the other clients include:

1. Thakral Brothers (Pte) Ltd.

2. Lawkim Private Limited (JV with Rosenbluth International Inc)
3. Century Consultants Limited
4. India Online Network Limited
5. iVillage Inc
6. LexSite.com Ltd.
7. Mahindra & Mahindra Limited
8. Melonfire Pvt. Ltd.
9. Pathfinder Solutions Inc.
10. Pink Elephant Software Ltd.
11. Planet Saffron (India) Private Limited
12. Sterling Infotech Limited
13. Tajonline India Private Limited
14. The Information Company Private Limited
15. Zenta Technologies Private Limited.
16. Matiz Inc, USA
17. FIDELIO Software GmbH, German
18. M Tech Developers Pvt. Ltd.
19. AT&T
20. BPL Communications Ltd.



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